



NRUC  
CORPORATION

100 NORTH TWENTIETH STREET  
SECOND FLOOR  
PHILADELPHIA, PA 19103  
215 • 569 • 2220

1 5894  
RECORDATION NO. 5894

OCT 28 1988-2 20 PM

INTERSTATE COMMERCE COMMISSION

October 27, 1988

10/28/88  
13  
Washington, D.C.

Interstate Commerce Commission  
12th and Constitution Avenues, N.W.,  
Washington, D.C.  
20423

ATTN: Ms. M. Lee  
Room 2303

Dear Ms. Lee:

Enclosed herewith are three (3) original copies of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Bill of Sale with, Exhibits "A" and "B" attached, representing a sale of boxcars between:

Seller: NRUC Corporation  
100 North Twentieth Street  
Philadelphia, Pennsylvania  
19103

and

Purchaser: Northwestern Oklahoma Railroad Company  
One Foxfield Square  
Suite 200  
St. Charles, Illinois  
60174

A fee of thirteen dollars (\$13.00) is enclosed, please return two (2) copies of the above Bill of Sale to me at address listed above with the recordation certification data stamped thereon.

Sincerely,

*Robert L. Shiner, Jr.*  
Robert L. Shiner, Jr.  
Vice President

RLS/rfg

*Robert L. Shiner, Jr.*

BILL OF SALE

1 5894  
RECORDATION NO. 5894  
OCT 23 1988 2 24 PM  
INTERSTATE COMMERCE COMMISSION

KNOW ALL PERSONS BY THESE PRESENTS THAT, for value received, the receipt and sufficiency of which are hereby acknowledged, NRUC CORPORATION ("Seller") does hereby grant, bargain, sell, convey, transfer and deliver to NORTHWESTERN OKLAHOMA RAILROAD CO. ("Purchaser"), its successors and assigns forever, all right, title and interest of Seller in and to all of the boxcars specifically identified on Exhibit A (the "Cars"), TO HAVE AND TO HOLD the same unto Purchaser, its successors and assigns forever,

Seller represents and warrants as follows:

(A) Seller has good, valid and marketable title to the Cars free and clear of all liens, pledges, security interests, charges, encumbrances or other defects of title of any nature whatsoever, and there is no contract, covenant or restriction which prevents Seller from conveying or transferring to Purchaser unencumbered title to the Cars or giving possession of the Cars to Purchaser.

(B) THE CARS ARE PURCHASED BY PURCHASER "AS IS WHERE IS", IN INTERCHANGEABLE CONDITION, SUITABLE FOR CLASS "A" COMMODITY LOADING AND SELLER DOES NOT MAKE ANY OTHER WARRANTIES OR REPRESENTATIONS, EXPRESS OR IMPLIED, AS TO THE CONDITION OF THE BOXCARS, MERCHANTABILITY OF THE BOXCARS, FITNESS OF THE BOXCARS FOR A PARTICULAR PURPOSE OR ANY OTHER MATTER CONCERNING THE BOXCARS EXCEPT AS SET FORTH ABOVE.

IN WITNESS WHEREOF, Seller has executed this instrument on the 21st day of October 1988.

ATTEST:

NRUC CORPORATION:

Barbara Rastetter  
Secretary

By: Robert L. Shuman

Title: Vice President

EXHIBIT A  
TO  
BILL OF SALE FROM NRUC CORPORATION  
TO  
NORTHWESTERN OKLAHOMA RAILROAD COMPANY  
OCTOBER 21, 1988

Description of CARS - 50'6" Seventy-Ton Boxcars bearing Car numbers  
as follows:

NEW CAR NUMBERS

NOKL 88223  
NOKL 88228  
NOKL 88237  
NOKL 88239  
NOKL 88240  
NOKL 88242

PREVIOUS CAR NUMBERS

NSL 155205  
NSL 155210  
NSL 155250  
NSL 155252  
NSL 155253  
NSL 155255

EXHIBIT "B"

CERTIFICATE OF INSPECTION AND ACCEPTANCE

To: NRUC CORPORATION  
100 North Twentieth Street  
Second Floor  
Philadelphia, PA 19103

From: NORTHWESTERN OKLAHOMA RAILROAD  
One Foxfield Square  
St. Charles, IL 60174

The undersigned, a duly authorized inspector of Lessee does hereby certify that:

Under authority of Lessee, I have inspected and accepted delivery of the units of railroad equipment specified in the listing below as conforming in all respects to the terms and provisions of the Lease Agreement:

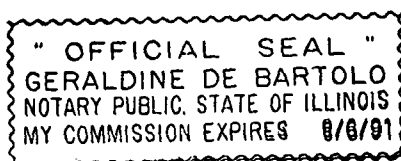
<u>DESCRIPTION</u>	<u>MARK</u>	<u>SERIAL NUMBERS</u>
<del>150'6"</del> 70 TON	NOKL (NSL)	88223 (155205)
BOXCARS	" "	88228 (155210)
AS per	" "	88237 (155250)
EXHIBIT A	" "	88239 (155252)
	" "	88240 (155253)
	" "	88242 (155255)

Under authority of Lessee, I further certify that by virtue of my acceptance of said cars the same have, on the dates stated above, come under lease to Lessee pursuant to the terms and provisions of said Lease Agreement.

Signature: Daniel M. Dolan  
Authorized Inspector

Date: OCTOBER 24, 1988

On this 24th day of OCTOBER, 1988 before me personally appeared Daniel M. Dolan, Laughlin to me personally known, who being by me duly sworn, says that he is Vice President of NORTHWESTERN OKLAHOMA RAILROAD.



Geraldine De Bartolo  
Notary Public for San Diego, CA

ACKNOWLEDGMENT-INDIVIDUAL

SOLD BY NOTARIES EQUIPMENT COMPANY, PHILADELPHIA, PA. 19107

Commonwealth of Pennsylvania, {  
County of PHILADELPHIA } ss.

On this, the 28 day of October 19 88, before me  
BARBARA ANN RASTETTER, the undersigned officer, personally  
appeared ROBERT L. SHINER, JR. known to me, or satisfactorily proven to  
be the person whose name IS subscribed to the within instrument, and acknowledged that  
HE executed the same for the purposes therein contained.

In Witness Whereof, I hereunto set my hand and official seal.

[SEAL]

Barbara Ann Rastetter  
NOTARY PUBLIC  
BARBARA ANN RASTETTER  
Notary Public, Phila., Phila. Co.  
My Commission Expires April 14, 1990